FORM D

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

05040422

FORM D

NOTICE OF SALE OF SECURITIES PURSUANT TO REGULATION D, SECTION 4(6), AND/OR

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UNIFORM LIMITED OFFERING EXEMI	PTION	
Name of Offcring (check if this is an amendment and name has changed, and indicate change.)		
Filing Under (Check box(es) that apply): Rule 504 Rule 505 Rule 506 Section 4(6) Type of Filing: New Filing Amendment	□ nros	RECEIVED TO THE PROPERTY OF TH
A. BASIC IDENTIFICATION DATA	2 3 1 10	<u> </u>
1. Enter the information requested about the issuer		
Name of Issuer (check if this is an amendment and name has changed, and indicate change.) Resoltech. Inc.		179/5/
Address of Executive Offices Ave. Suite 154, Toxcoon Sac) 45, FL 34689	Telephone Number (Inc)	uding Area Code)
Address of Principal Business Operations (Number and Street, City, State, Zip Code) (if different from Executive Offices)	Telephone Number (Inc	JV Huding Area Code)
Sten GII Technology Research Company		PROCESS
Type of Business Organization corporation limited partnership, already formed other (p	lease specify):	APR 0 6 200
Month Year		THOMSON
Actual or Estimated Date of Incorporation or Organization:		FINANCIAL
GENERAL INSTRUCTIONS		
Federal: Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D o 77d(6).	r Section 4(6), 17 CFR 230.	501 et seq. or 15 U.S.C.
When To File: A notice must be filed no later than 15 days after the first sale of securities in the offering, and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given be which it is due, on the date it was mailed by United States registered or certified mail to that address.	A notice is deemed filed value or, if received at that a	with the U.S. Securities ddress after the date on
Where To File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 205	549.	
Captes Required: Five (5) capies of this notice must be filed with the SEC, one of which must be manually photocopies of the manually signed copy or bear typed or printed signatures.	y signed. Any copies not m	annally signed must be
Information Required: A new filing must contain all information requested. Amendments need only report thereto, the information requested in Part C, and any material changes from the information previously supplied to the filed with the SEC.	t the name of the issuer and ied in Parts A and B. Part E	offering, any changes and the Appendix need
Filing Fee: There is no federal filling fee.	,	
State: This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sa ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the S are to be, or have been made. If a state requires the payment of a fice as a precondition to the claim for accompany this form. This notice shall be filed in the appropriate states in accordance with state law, this notice and must be completed.	ecurities Administrator in the exemption, a fee in the	each state where sales
ATTENTION		
Failure to file notice in the appropriate states will not result in a loss of the federal ex appropriate federal notice will not result in a loss of an available state exemption unlessing of a federal notice.	emption. Conversely, s ss such exemption is p	failure to file the redictated on the

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Enter the information reques		. " .			
		per has been organized w			
					a class of equity securities of the issuer.
 Each executive officer 	and director of	corporate issuers and of	corporate general and mar	raging partners of	partnership issuers; and
 Each general and mass 	ging partner of	partnership issuers.			
Check Box(es) that Apply:	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Lest name first, if in	lividual)	2 12 154	T (· Pi	34/80
2103. Prellas	AYL S	suite 121	largen Sprin	95, FL	JT68 /
Business or Residence Address	(Number and)	Street, City, State, Zip Co	(dc) i		
Check Box(es) that Apply:	Promoter	Beneficial Owner	Bxecutive Officer	Director	General and/or Managing Partner
Full Name (Last same first, if in		strut Ride	, NY 109	152	
Business or Residence Address	(Number and	Street, City, State, Zip	ide)		
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Check Box(es) that Apply:	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Pull Name (Last name first, if ite	dividual)				
Business or Residence Address	(Number and :	Street, City, State. Zip Co	ede)		
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Full Name (Last name first, if in	sividual)			····	
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Check Box(es) that Apply:	Promoter	Beneficial Owner	Bxecutive Officer	Director	General and/or Managing Partner
Full Name (Last name first, if in	dividual)				<u> </u>
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Business or Residence Address	(Number and	Street, City, State, Zip Co	de)		
Check Box(es) that Apply:	Promoter	Beneficial Owner	Executive Officer	Director	General and/or
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Full Name (Last name first, if in	šividual)				,
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Business or Residence Address	(Number and	Street, City, State, Zip Co	ode)		
Check Box(es) that Apply:	Promoter	Beneficial Owner	Executive Officer	☐ Director	General and/or Managing Partner
Full Name (Last name first, if in	dividual)				
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Business or Residence Address	(Number and	Street, City, State, Zip Co	de)		
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	(Use biar	ik sheet, or copy and use	additional copies of this s	host, as necessary	

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The state of the s								Yes	No.				
1.	1. Has the issuer sold, or does the issuer intend to sell, to non-accredited investors in this offering? Answer also in Appendix, Column 2, if filing under ULOE.								ب	لنكا			
2 ,								s 5,000					
	2. What is the minimum investment that will be accepted from any individual?							Yes					
3.	Does the	e offering p	emit join	ownershi	p of a sing	le unit?	***************************************	**************		8488	10105/4444		No
3. Does the offering permit joint ownership of a single unit? 4. Enter the information requested for each person who has been or will be paid or given, directly or indirectly, any commission or similar remuneration for solicitation of purchasers in connection with sales of securities in the offering If a person to be listed is an associated person or agent of a broker or dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer only.								;. 8					
Full	Name (I	est name f	irst, if indi		Vone			-					
Busi	ness or l	Residence	Address (N			ity, State, Z	in Code)						
											_		
Nam	c of Ass	ociated Bro	oker oz De	aler							•		
State	s in Wh	ich Person	Listed Has	Solicited	or latends	to Solicit l	Purchasers						
	(Check	"All States	" os check	individual	States)	.,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	***************		***************************************	************		[] AJ	States
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	ш		IA	KS	KY	LA	ME	MD	MA	[MI]	MN	MS	MO
	MT	NE	NV	NH	NJ	NM	NY	NC	ND	OH	OK)	OR	PA
	RI	SC	SD	IN	TX	UT	VT	VA	WA	WY	WI	WY	PR
Full Name (Last name first, if individual)													
Business or Residence Address (Number and Street, City, State, Zip Code)													
Busi	ness or	Residence	Address (1	Number an	d Street, C	City, State, 2	Zip Code)						
					d Street, C	City, State, 2	Zip Code)						
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1.	Enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter "0" if the answer is "none" or "zero." If the transaction is an exchange offering, check this box and indicate in the columns below the amounts of the securities offered for exchange and already exchanged.	1	Amount About
	Type of Security	Aggregate Offering Price	Amount Already Sold
	Debt	s	\$
		s 20,000	s 20,000
	Common Professed	•	
	Convertible Securities (including warrants)		<u> </u>
	Partnership Interests		
	Other (Specify)	. \$	\$
	Total	. \$	<u>\$</u>
	Answer also in Appendix, Column 3, if filing under ULOE.		
2.	Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero."	e	Aggregate Dollar Amount
	Accredited Investors	Investors	of Purchases
	Non-accredited Investors		S
	Total (for filings under Rule 504 only)		S
	Answer also in Appendix, Column 4, if filing under ULOE.		
3.		c	
	Type of Offering	Type of Security	Dollar Amount Sold
	Rule 505		20(0
	Regulation A		3
			30.040
	Rule 504		\$ <u>50</u> ,000
4	Total		\$
4	a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the insure: The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.	t.	
	Transfer Agent's Fees		s 400
	Printing and Engraving Costs		\$
	Legal Fees	page 1	\$
	Accounting Fees		
	Engineering Fees	_	
	Sales Commissions (specify finders' fees separately)		\$
	Other Expenses (identify)	lane lane) ~
	Total	<u>-</u>	\$ 400
			* <u>-177</u>

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	Ι.	Is any party described in 17 CFR 230.262 presently subject to any of the disqualification Provisions of such rule?
,		See Appendix, Column 5, for state response.
	2.	The undersigned issuer hereby undertakes to furnish to any state administrator of any state in which this notice is filed a notice on Fo D (17 CFR 239.500) at such times as required by state law.
	3.	The undersigned issuer hereby undertakes to furnish to the state administrators, upon written request, information furnished by issuer to offerces.
	4.	The undersigned issuer represents that the issuer is familiar with the conditions that must be satisfied to be entitled to the Unifor limited Offering Exemption (ULOE) of the state in which this notice is filed and understands that the issuer claiming the available of this exemption has the burden of establishing that these conditions have been satisfied.
	duly at	ruer has read this notification and knows the contents to be true and has duly caused this notice to be signed on its behalf by the undersign uthorized person.
	Res	(Print or Type) Signature Date 3/22/05
	Pres	Fint or Type) Title (Print or Type) Han Valentine President

Instruction:

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed

17. (1)	a de la composition de la composition Anna de la composition de la compositio		
	b. Enter the difference between the aggregate offering price given in response to Part C — Question 1 and total expenses furnished in response to Part C — Question 4.a. This difference is the "adjusted gross proceeds to the issuer."		s 19,600
5.	Indicate below the amount of the adjusted gross proceed to the issuer used or proposed to be used for each of the purposes shown. If the amount for any purpose is not known, furnish an estimate and check the box to the left of the estimate. The total of the payments listed must equal the adjusted gross proceeds to the issuer set forth in response to Part C — Question 4.b above.		·
		Payments to Officers, Directors, & Affiliates	Payments to Others
	Salaries and fees]\$	
	Purchase of real estate]\$	
•	Purchase, rental or leasing and installation of mechinery and equipment		
	Construction or leasing of plant buildings and facilities		
	Acquisition of other businesses (including the value of securities involved in this offering that may be used in exchange for the assets or securities of another	_	
	issuer pursuant to a merger)		
	Repayment of indebtedness		
	Working capital		_
	Other (specify):		. 🗆 \$
	·]\$	s
	Column Totals	s	s
	Total Payments Listed (column totals added)		
sig	e issuer has duly caused this notice to be signed by the undersigned duly authorized person. If this notice nature constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Commiss information furnished by the issuer to any non-accredited investor pursuant to paragraph (b)(2) of I	sion, upon writte	
	Regaltech Inc.	3/22 b	5
Na	me oksigner (Print or Type) Title of Signer (Print or Type)	_	
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ATTENTION

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)